

NOT FOR RELEASE, PUBLICATION OR DISTRIBUTION TO ANY U.S. PERSON (AS DEFINED IN REGULATION S UNDER THE UNITED STATES SECURITIES ACT OF 1933, AS AMENDED) OR IN OR INTO THE UNITED STATES OR ANY OTHER JURISDICTION WHERE IT IS UNLAWFUL TO DISTRIBUTE THIS ANNOUNCEMENT.

This announcement is for information purposes only and is not an offer to purchase and does not constitute an invitation or solicitation to sell any securities. This announcement and the Tender Offer Memorandum referred to herein distributed by or on behalf of the Company (as defined herein) do not constitute an offer to participate in the Offer (as defined herein) in any jurisdiction in which, or to any person to or from whom, it is unlawful to make such offer or for there to be such participation under applicable laws. The distribution of this announcement and the distribution of the Tender Offer Memorandum by or on behalf of the Company in certain jurisdictions may be restricted by law. Persons into whose possession this announcement or the Tender Offer Memorandum distributed by or on behalf of the Company are required to inform themselves about and to observe any such restrictions. In particular, this announcement is not directed at, and is not meant to be accessed or read by, the public of Hong Kong (except if permitted to do so under the securities laws of Hong Kong) other than “professional investors” as defined in the Securities and Futures Ordinance (Cap. 571) of Hong Kong and any rules made under that Ordinance. Please refer to “Offer and Distribution Restrictions” in the Tender Offer Memorandum distributed by or on behalf of the Company for further details.



CHONGQING NAN'AN URBAN CONSTRUCTION & DEVELOPMENT (GROUP) CO., LTD.

(重慶市南岸區城市建設發展(集團)有限公司)

(incorporated with limited liability in the People's Republic of China)

(the “Company”)

ANNOUNCEMENT OF SETTLEMENT OF

TENDER OFFER (THE “OFFER”) FOR PURCHASE FOR CASH OF U.S.\$300,000,000 4.98 PER CENT. BONDS DUE 2025 (ISIN: XS2451515279) (THE “BONDS”)

Reference is made to the announcements made by the Company on 2 December 2024 and 16 December 2024 in relation to the Offer. The full terms and conditions of the Offer are set out in the tender offer memorandum dated 2 December 2024 (the “**Tender Offer Memorandum**”). Unless otherwise defined, capitalised terms used in this announcement shall have the same meanings as given to them in the Tender Offer Memorandum.

The Company has decided to accept for purchase U.S.\$87,708,000 in an aggregate principal amount of the Bonds (being the Final Acceptance Amount of the Bonds). Since the Company has exercised its discretion to accept the tendered Bonds in an amount less than the Maximum Acceptance Amount, proration was applied and the tenders were accepted on a pro rata basis in accordance with the Tender Offer Memorandum. The proration factor applied to the Bonds is 44.232980%.

The Company hereby announces that payment of the Tender Consideration of the Bonds validly tendered and accepted for purchase by the Company pursuant to the Offer was made on 17 December 2024.

Pursuant to the settlement of the Offer, U.S.\$87,708,000 in aggregate principal amount of the Bonds were purchased by the Company and arrangements were made for the Bonds to be cancelled in accordance with the terms and conditions of the Bonds. U.S.\$212,292,000 in aggregate principal amount of the Bonds will remain outstanding upon the cancellation of the purchased Bonds.

IMPORTANT NOTICE

The distribution of this announcement in certain jurisdictions may be restricted by law. Persons into whose possession this announcement comes are required to inform themselves about, and to observe, any such restrictions. The Company will not accept any responsibility for any violation by any person of the restrictions applicable in any jurisdiction. None of the Company, the Dealer Manager or the Tender Agent is providing any legal, business, tax or other advice in this announcement or the Tender Offer Memorandum.

By Order of the Board
**CHONGQING NAN'AN URBAN
CONSTRUCTION & DEVELOPMENT
(GROUP) CO., LTD.**
Zhang Peng
Chairman

Hong Kong, 17 December 2024

As at the date of this announcement, the directors of the Company include the Chairman of the board of directors, namely, Mr. Zhang Peng and other five directors, namely, Mr. Jin Yang, Ms. Tang Ping, Mr. Zhang Jiarui, Ms. Wang Min and Mr. Zhou Siqu.